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Attorneys for Debtors and Reorganized Debtors

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric
Company
☒ Affects both Debtors

** All papers shall be filed in the Lead
Case, No. 19-30088 (DM).*

Case No. 19-30088 (DM)

Chapter 11

(Lead Case) (Jointly Administered)

**REORGANIZED DEBTORS' RESPONSE TO
CANYON CAPITAL ADVISORS LLC'S
STATEMENT OF ISSUES AND DESIGNATION OF
ADDITIONAL ITEMS TO BE INCLUDED IN THE
RECORD ON APPEAL**

Relates to Docket Nos. 8448, 8614.

Pursuant to Rule 8009(a)(2) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), PG&E Corporation and Pacific Gas and Electric Company, as reorganized debtors (collectively, the “**Debtors**” or the “**Reorganized Debtors**,” as applicable) in the above-captioned chapter 11 cases (the “**Chapter 11 Cases**”), submit this response to the July 31, 2020 filing by Canyon Capital Advisors LLC (“**Canyon Capital**” or “**Appellant**”) of its *Statement of Issues and Designation of Items to be Included in the Record, and Certification Regarding Transcripts* [Dkt. No. 8614] (the “**Statement**”) in connection with its appeal.¹

Response to Statement of Issues on Appeal

The issues on appeal are:

- (1) Whether the appeal must be dismissed as untimely;
- (2) Whether Appellant lacks standing to appeal if it did not file an objection to confirmation of the Plan or entry of the Confirmation Order, thus requiring that the appeal be dismissed;
- (3) Whether the release, discharge, exculpation, and injunction provisions of the Plan and Confirmation Order bar Appellant from pursuing its appeal, and require that it be dismissed;
- (4) Whether the Noteholder RSA bars Appellant, as a Consenting Noteholder under, and party to, the Noteholder RSA, from pursuing its appeal, and requires that it be dismissed; and
- (5) Whether the Bankruptcy Court properly applied binding Ninth Circuit precedent in holding that, in a solvent debtor case, a general unsecured creditor receives postpetition interest on its claim at the Federal Judgment Rate.

Designation of Record on Appeal

Pursuant to Bankruptcy Rule 8009, the Reorganized Debtors hereby designate the following additional items to be included in the record on appeal, which include all exhibits and addenda attached thereto and filed therewith and all documents incorporated by reference therein:

¹ Capitalized terms not otherwise defined herein have the meanings ascribed to them in the *Order Confirming Debtor’s and Shareholder Proponents’ Joint Chapter 11 Plan of Reorganization dated June 19, 2020* [Dkt. No. 8053] (together with all related documents, attachments, and exhibits, the “**Confirmation Order**”).

Item	Filing Date	Dkt. No. ²
Second Amended Verified Statement Of The Ad Hoc Committee Of Senior Unsecured Noteholders Pursuant To Bankruptcy Rule 2019	October 21, 2019	4369
Notice Of Withdrawal Of Chapter 11 Plan Of Reorganization Filed By The Ad Hoc Committee Of Senior Unsecured Noteholders	February 5, 2020	5644
Notice of Appeal from Interlocutory Order Regarding Postpetition Interest of Ad Hoc Committee of Holders of Trade Claims	February 20, 2020	5844
Motion of Ad Hoc Committee of Holders of Trade Claims for Leave to Appeal Order Regarding Postpetition Interest	February 20, 2020	5845
Memorandum in Support of Motion of Ad Hoc Committee of Holders of Trade Claims for Leave to Appeal Order Regarding Postpetition Interest	February 20, 2020	5846
Notice of Appeal to District Court and Statement of Election of the Official Committee of Unsecured Creditors	March 5, 2020	6097
Cross-Motion of the Official Committee of Unsecured Creditors for Leave to Appeal Order Regarding Postpetition Interest	March 5, 2020	6101
Notice of Appeal and Statement of Election by the Ad Hoc Committee of Senior Unsecured Noteholders Concerning Interlocutory Order Regarding Postpetition Interest	March 5, 2020	6103
Cross-Motion of Administrative Agent for Leave to Appeal Order Regarding Postpetition	March 5, 2020	6120
BOKF's Notice of Appeal and Election to Have Appeal Heard by District Court Concerning Order Regarding Postpetition Interest	March 5, 2020	6122
BOKF's Cross-Motion for Leave to Appeal Order Regarding Postpetition Interest Filed by Interested Party BOKF	March 5, 2020	6124
Disclosure Statement For Debtors' And Shareholder Proponents' Joint Chapter 11 Plan Of Reorganization	March 17, 2020	6353
Plan Supplement in Connection With Joint Chapter 11 Plan of Reorganization	May 1, 2020	7037
First Supplement to Plan Supplement in Connection With Joint Chapter 11 Plan of Reorganization	May 22, 202	7503
Second Supplement to Plan Supplement in Connection With Joint Chapter 11 Plan of Reorganization	May 24, 2020	7563
Third Supplement to Plan Supplement in Connection With Joint Chapter 11 Plan of Reorganization	June 2, 2020	7712
Fourth Supplement to Plan Supplement in Connection With Joint Chapter 11 Plan of Reorganization	June 5, 2020	7810
Fifth Supplement to Plan Supplement in Connection With Joint Chapter 11 Plan of Reorganization	June 8, 2020	7841

² Unless otherwise indicated, all references herein to "Dkt. No." shall be to the docket maintained in the above-captioned Chapter 11 Cases.

Item	Filing Date	Dkt. No. ²
Sixth Supplement to Plan Supplement in Connection With Joint Chapter 11 Plan of Reorganization	June 10, 2020	7879
Seventh Supplement to Plan Supplement in Connection With Joint Chapter 11 Plan of Reorganization	June 11, 2020	7894
Eighth Supplement to Plan Supplement in Connection With Joint Chapter 11 Plan of Reorganization	June 12, 2020	7929
Ninth Supplement to Plan Supplement in Connection With Joint Chapter 11 Plan of Reorganization	June 21, 2020	8057
Tenth Supplement to Plan Supplement in Connection With Joint Chapter 11 Plan of Reorganization	July 10, 2020	8364
Notice of Appeal and Statement of Election to Have Appeal Heard by District Court	July 17, 2020	8448
Motion for Leave to Appeal Order Regarding Postpetition Interest	February 21, 2020	ECF No. 3, 20-cv-01493-HSG
Response of Ad Hoc Committee of Senior Unsecured Noteholders, BOKF, NA, and the Ad Hoc Group of Subrogation Claim Holders in Opposition to Motion for Leave to Appeal Postpetition Interest	March 13, 2020	ECF No. 31, 20-cv-01493-HSG
Debtors' Opposition to Motion for Leave to Appeal Order Regarding Postpetition Interest; Joinder of PG&E Shareholders	March 13, 2020	ECF No. 32, 20-cv-01493-HSG
Reply in Support of Motion of Ad Hoc Committee of Holders of Trade Claims for Leave to Appeal Order Regarding Postpetition Interest	March 27, 2020	ECF No. 48, 20-cv-01493-HSG
Reply of Citibank N.A., as Administrative Agent in Support of Cross-Motion for Leave to Appeal Order Regarding Postpetition Interest	March 27, 2020	ECF No. 51, 20-cv-01493-HSG
Order Denying Motion for Leave to Appeal	April 14, 2020	ECF No. 62, 20-cv-01493-HSG

The Reorganized Debtors reserve all rights to designate additional items to include in the record or restate the issues presented on appeal.

Dated: August 14, 2020

WEIL, GOTSHAL & MANGES LLP

KELLER BENVENUTTI KIM LLP

By: /s/ Theodore E. Tsekerides
Theodore Tsekerides

Attorneys for Debtors and Reorganized Debtors